

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WASHINGTON PRIME GROUP INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 21-31948

(Jointly Administered)

**VERIFIED STATEMENT OF THE AD HOC COMMITTEE OF PREFERRED  
SHAREHOLDERS PURSUANT  
TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, this verified statement (the “Statement”) is submitted, by and through the undersigned counsel in the chapter 11 bankruptcy cases of the above captioned debtors (collectively, the “Debtors”), by certain unaffiliated holders of indebtedness and equity in Washington Prime Group, Inc. held by (i) certain funds associated with (a) Cygnus Capital, Inc., and (b) Union Square Park Capital Management, LLC and also (ii) Daniel Lewis, individually (collectively, the “Ad Hoc Preferred Shareholder Committee”).

1. As of the date of this Statement, Olshan Frome Wolosky LLP represents the members of the Ad Hoc Preferred Shareholders Committee.

2. The members of the Ad Hoc Preferred Shareholder Committee, collectively, beneficially own or manage (or are the investment advisors or managers for funds or accounts that beneficially own or manage) approximately 1.3 million (or 17 percent) of the Debtors’ Series H and Series I preferred shares. In accordance with Rule 2019 of the Federal Rules of Bankruptcy

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.primeclerk.com/washingtonprime>. The Debtors’ service address is 180 East Broad Street, Columbus, Ohio 43215.

Procedure (the “Bankruptcy Rules”), the name and address of each member of the Ad Hoc Preferred Shareholder Committee, and the nature and amount of disclosable economic interests held by each member in relation to the Debtors are set forth in Exhibit A. The information contained in Exhibit A is based on information provided by each member of the Ad Hoc Preferred Shareholder Committee and is subject to change, correction or supplementation.

3. As of the date hereof, no member of the Ad Hoc Preferred Shareholder Committee represents or purports to represent any other member in connection with these chapter 11 cases. In addition, each member of the Ad Hoc Preferred Shareholder Committee (a) does not assume any fiduciary or other duties to any other member of the Ad Hoc Preferred Shareholder Committee and (b) does not purport to act or speak on behalf of any other member of the Ad Hoc Preferred Shareholder Committee in connection with these chapter 11 cases.

4. Nothing contained in this Statement (or Exhibit A hereto) is intended to or should be construed to affect or impair any claims or interests against the Debtors held by any member of the Ad Hoc Preferred Shareholder Committee. Nothing herein should be construed as a limitation upon, or waiver of, any rights of any member of the Ad Hoc Preferred Shareholder Committee to assert, file, and/or amend any proof of claim or interest in accordance with applicable law. This Statement may be amended or supplemented as necessary in accordance with Bankruptcy Rule 2019.

5. The undersigned verify that the foregoing is true and correct to the best of their knowledge. The undersigned further reserve the right to amend or supplement this Statement. The information contained herein is intended only to comply with Bankruptcy Rule 2019 and is not intended for any other use or purpose.

*[Remainder of Page Intentionally Left Blank]*

Dated: New York, New York  
July 1, 2021

OLSHAN FROME WOLOSKY, LLP

By: /s/ Adam H. Friedman  
Adam H. Friedman (*admitted pro hac vice*)  
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**CERTIFICATE OF SERVICE**

I certify that on July 1, 2021, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Adam H. Friedman

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Adam H. Friedman